

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

ANTHONY L. SLAPIKAS and ALICE
B. SLAPIKAS, for themselves and all
others similarly situated,

Plaintiffs,

VS.

FIRST AMERICAN TITLE
INSURANCE COMPANY,

Defendant.

VS.

MEZZO LAND SERVICES, LLC

No. 2:06-cv-00084-JFC

Hon. Joy Flowers Conti

ELECTRONICALLY FILED

**UNSEALED PORTION OF
APPENDIX TO REPLY BRIEF IN SUPPORT OF
PLAINTIFFS' RENEWED MOTION FOR CLASS CERTIFICATION**

Adrian N. Roe
Pa. Bar No. 61391
Watkins Dulac & Roe P.C.
Two Gateway Center, 17 East
603 Stanwix Street
Pittsburgh, PA 15222
(412) 434-5544
aroe@watkinsdulac.com

**MINUTES OF THE ANNUAL MEETING OF THE
TITLE INSURANCE RATING BUREAU OF PENNSYLVANIA (INCORPORATED)
HELD AT THE OFFICES OF BUCHANAN INGERSOLL P.C.
PHILADELPHIA, PA
MAY 5, 2005**

The Annual Meeting of the Title Insurance Rating Bureau of Pennsylvania (the "Rating Bureau") was convened at 9:50 a.m. on Thursday, May 5, 2005. A list of persons participating in the meeting is attached. After establishing the presence of a quorum, Keith Weller presided over the meeting.

The first item of business on the agenda was review and approval of the minutes of the meetings held on April 7, 2005, April 14, 2005 and April 15, 2005. Adrienne Verdone made a Motion, seconded by Dwight Edwards, to approve the minutes of the regular meeting of the Rating Bureau held on April 7, 2005, and the special meetings held on April 14, 2005 and April 15, 2005. There was no discussion, and the Motion passed unanimously.

I. EXECUTIVE DIRECTOR'S REPORT

Gordon Burlingame presented the Executive Director's report. A copy of his written report is attached to these Minutes as Tab "A".

During his oral presentation, Mr. Burlingame made reference to the numerous activities that have occurred during the course of the year, as described in his written report. Mr. Burlingame reviewed the financial statements that were submitted as part of his written report. There are two sets of financial statements, one covering calendar year 2004 and the other for the first quarter of 2005. He commented upon actual expenses in relation to budget and for the comparable prior period. He stated that the cost-sharing agreement (and the subsequent revision to the agreement) with the Delaware Title Insurance Rating Bureau had an impact on the actual expenses in relation to budget both during calendar year 2004 and for the first quarter of 2005. He reviewed the balance sheet, commenting upon the total assets, contingency reserves and equity. The equity has declined due to a decision by the Rating Bureau to reduce member assessments.

II. REPORT OF REGULATORY COUNSEL

A written report summarizing the regulatory activities during the past year was distributed at the meeting. A copy of the report is attached to these Minutes as Tab "B". Ron Chronister briefly commented on the interaction and communications with the Pennsylvania Insurance Department (the "Department") since the Annual Meeting held on May 6, 2004. Mr. Chronister mentioned the two pending regulatory matters that are on the Agenda for discussion at this meeting--1) a filing to revise the Rate Manual and 2) a meeting with the Department on May 24, 2005 to discuss issues raised by Deputy Commissioner Randy Rohrbaugh.

RBFA000088

III. REPORT OF ANTITRUST COUNSEL

Steve Stack commented upon the importance of an examination by the Department to demonstrate active supervision by the Department and mentioned the recent meeting of the Ad Hoc Committee on State Examination where this issue was discussed. He noted that the Department request to meet with the Rating Bureau to discuss title insurance rates demonstrates the Department's active supervision of the Rating Bureau.

IV. REPORT OF COMMITTEES

A. **Forms Committee** -- Dwight Edwards indicated that the Forms Committee had no report.

B. **Rate Committee** -- Laura Fox reported that clarification is required concerning the timing for filing an amendment to the Rate Manual authorizing a pass-through charge outside of title insurance rates for the third-party vendor fees associated with electronic filing. An amendment to Section 2.1(b) had been approved at the April 7, 2005 meeting. No effective date had been approved for this change at that meeting. Ms. Fox recommended that the amendment to Section 2.1(b) be coupled with the changes approved to clarify the application of reduced rates set forth in Sections 5.3, 5.4 and 5.6 of the Rate Manual in order to avoid making two separate filings.

Adrienne Verdone made the following Motion:

RESOLVED, that the amendment to Section 2.1(b) be incorporated into the filing of revisions to the Rate Manual to clarify the application of reduced rates set forth in Sections 5.3, 5.4 and 5.6.

Dwight Edwards seconded the Motion. Following the Motion and a second, there was a discussion about the impact that the addition of this amendment to the filing would have on the Department's review of the other revisions to the Rate Manual. After discussion, the question was called and the Motion was adopted unanimously.

C. **Ad Hoc Committee on State Examinations** -- Laura Fox reported on the recent meeting of the Committee at which anti-trust counsel outlined the subject matter that should be covered during an examination by the Department. Ms. Fox stated that, during the scheduled meeting with the Department on May 24, 2005, the issue of an examination would be raised.

D. **Operating Committee** -- Bruce West reported that the Operating Committee met on April 28, 2005, to discuss retention of the Executive Director, regulatory counsel and anti-trust counsel. The Committee agreed to recommend retention of the incumbent parties in each instance. Consequently, Bruce West made the following Motions:

RESOLVED, that the Rating Bureau adopt the recommendation of the Operating Committee and retain Buchanan Ingersoll P.C. as regulatory counsel.

Laura Fox seconded the Motion. There was no further discussion and the Motion carried unanimously.

RESOLVED, that the Rating Bureau adopt the recommendation of the Operating Committee and retain Dechart LLC as anti-trust counsel.

Dwight Edwards seconded the Motion. There was no further discussion and the Motion carried unanimously.

RESOLVED, that the Rating Bureau adopt the recommendation of the Operating Committee and retain Gordon M. Burlingame, Jr. as Executive Director.

Adrienne Verdone seconded the Motion. There was no further discussion and the Motion carried unanimously.

E. Rate Manual Committee -- Adrienne Verdone stated that the Committee had no report.

V. ELECTION OF OFFICERS

A. Chairperson -- Dwight Edwards nominated Keith Weller for the position of Chairperson of the Rating Bureau. Adrienne Verdone seconded the nomination. There were no other nominations. Nominations were closed and Keith Weller was unanimously elected to the position of Chairperson.

B. Vice President -- Dwight Edwards nominated Laura Fox for the position of Vice President. Jon Effner seconded the nomination. There were no other nominations. Nominations were closed and Laura Fox was unanimously elected to the position of Vice President.

VI. APPOINTMENT OF COMMITTEES

A. Forms Committee -- Jon Effner nominated Dwight Edwards as Chair of the Forms Committee. Adrienne Verdone seconded the nomination. There being no other nominations, nominations were closed and Dwight Edwards was unanimously elected Chair of the Forms Committee.

B. Rate Committee -- Adrienne Verdone nominated Laura Fox as Chair of the Rate Committee. Keith Weller seconded the nomination. There being no other nominations, nominations were closed and Laura Fox was unanimously elected Chair of the Rate Committee.

C. Operating Committee -- Laura Fox nominated Bruce West as Chair of the Operating Committee. Jon Effner seconded the nomination. There being no other nominations, nominations were closed and Bruce West was unanimously elected Chair of the Operating Committee.

D. Rate Manual Committee -- Laura Fox nominated Adrienne Verdone as Chair of the Rate Manual Committee. Dwight Edwards seconded the nomination. There being no other nominations, nominations were closed and Adrienne Verdone was unanimously elected Chair of the Rate Manual Committee.

VII. NEW BUSINESS

A. Meeting with the Department--May 24, 2005

The written materials distributed in advance of the Annual Meeting included an e-mail from Randy Rohrbaugh to Ron Chronister, outlining the issues which the Department would like to discuss with the Rating Bureau at this meeting. There was an extensive discussion about those issues. It was agreed that the Rating Bureau be represented at the meeting by Keith Weller, Laura Fox, Dwight Edwards and Mr. Burlingame. Anti-trust counsel (Steve Stack) and regulatory counsel (Kevin Brobson and Ron Chronister) would also participate in the meeting on behalf of the Rating Bureau. Given the importance of the meeting, it was also agreed that the individuals representing the Rating Bureau meet on May 17, 2005, at the offices of Old Republic to discuss the Department's concerns in preparation for the meeting.

VIII. OLD BUSINESS

A. Proposed Effective Date for Rate Manual Revisions

During the special meeting on April 15, 2005, the Rating Bureau approved a proposed effective date of July 1, 2005, for the revisions to the Rate Manual associated with the clarification of the application of reduced rates set forth in Sections 5.3, 5.4 and 5.6. Due to the delay in submission of the filing to consider adding the revisions to Section 2.1(b), there was a discussion about the proposed effective date. After discussion of the merits of changing the proposed effective date, Dwight Edwards made the following Motion:

RESOLVED, that August 1, 2005 be proposed as the effective date for the changes to the Rate Manual when the filing is submitted to the Department.

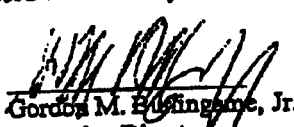
Adrienne Verdone seconded the Motion. There was no further discussion and the Motion carried unanimously.

B. Next Meeting of the Rating Bureau

The next meeting of the Rating Bureau will be scheduled to convene at 9:30 am on Thursday July 21, 2005 with the location to be determined at a later date.

IX. ADJOURNMENT

Jon Effner made a motion to adjourn the meeting. Dwight Edwards seconded the motion. There was no further discussion, and the motion passed unanimously. The meeting adjourned at 11:45 am.


Gordon M. Hufington, Jr.
Executive Director

RBFA000092